

JACKSONWHITE
ATTORNEYS AT LAW
A Professional Corporation

40 North Center Street, Suite 200
Mesa, Arizona 85201
T: (480) 464-1111 F: (480) 464-5692
Email: centraldocket@jacksonwhitelaw.com
Attorneys for Debtor-in-Possession
By: Kelly G. Black, No. 016376

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF ARIZONA**

10 In Re: **No. 2:11-BK-19813-GBN**
11 Royan, Inc. **Application for Appointment of Accountant**
12 Debtor. **for Debtor-in-Possession Effective as of the**
13 **Application Date Pursuant to Rule 2014**
Assigned to: Honorable George B. Nielsen, Jr.

14 Pursuant to section 327(a) of the Bankruptcy Code, and Rule 2014(a) of the Federal
15 Rules of Bankruptcy Procedure, Royan, Inc. the Debtor herein, hereby applies for authority to
16 employ Clark Fox and the accounting firm of Fox Peterson, LLC (“Accountant”), as accountant
17 for the Debtor under a retainer for services rendered and to be rendered during the pendency of
18 this Chapter 11 proceeding. In support of this application, the Debtor alleges as follows:

19 1. Debtor has filed with this Court a voluntary petition for relief under Chapter 11 of
20 the Bankruptcy Code (the “Code”). Pursuant to sections 1107 and 1108 of the Code, the Debtor
21 is conducting its affairs as debtor-in-possession.

22 2. Debtor desires to retain Accountant to assist in the preparation of operating and
23 other financial reports, and in the provision of accounting and financial advice.

24 3. To the best of the Debtor's knowledge, Accountant and all of the accountants
25 associated at the Fox Peterson, LLC are "disinterested persons" as that term is defined in section
26 101(14) of the Code, and neither Accountant nor any of the accountants at Fox Peterson, LLC
27 hold any interest materially adverse to the estate. To the best of Debtor's knowledge, Fox
28 Peterson, LLC and its accountants have no connections with the Debtors, creditors, other parties

1 in interest, their respective attorneys and accountants, the United States trustee, or any person
2 employed in the office of the United States trustee, except as follows:

3 a. Accountant has provided accounting services to Debtor
4 b. Accountant has prepared, and will continue to prepare, income taxes for
5 the Nassirians, who are the members of Debtor. Accountant has stated that the accounting
6 services to the Nassirians will not interfere with Accountant's duties to the Debtor.

7 c. Accountant provided Debtor with prepetition services which were not
8 fully paid prepetition. With respect to these prepetition accounting services, Accountant
9 has agreed to waive unpaid fees and costs so Accountant is not a creditor of the Debtor
10 and has no direct or indirect relationship to, or connection with, or interest in the Debtor.

11 4. Except as may be stated above, Accountant does not hold or represent any
12 interest adverse to the estate of the Debtor and is a "disinterested person" as that term is defined
13 in section 101(14) of the Bankruptcy Code.

14 5. Debtor believes that the employment of Accountant would be in the best interest
15 of the estate.

16 6. Subject to this Court's jurisdiction with respect to professional fees, the Debtor
17 has agreed to compensate Accountant for its services as follows: \$300 per month. The Debtor
18 has also agreed to reimburse Accountant in full for its cash disbursements and for such expenses
19 as Accountant customarily bills to its clients. The Debtor has agreed to pay Accountant promptly
20 upon allowance by the Court after appropriate application and notice.

21 7. Debtor is informed that the professional fees described in the last paragraph are
22 reasonable and comparable to rates charged by other accountants in the Phoenix metropolitan
23 area with Accountant's background and experience.

24 8. Accountant has agreed not to share with any person or firm the compensation to
25 be paid for services rendered in connection with this case.

26 9. No trustee, examiner or creditors' committee has been appointed in this case.

27 WHEREFORE, Debtor prays for an order appointing Clark Fox and the accounting firm
28 of Fox Peterson, LLC as accountant for the Debtor, to render the services described above with

1 compensation to be paid, at the rates and on the terms described above, as an administrative
2 expense in such amounts as this Court may hereafter determine and allow upon application to be
3 filed by said attorneys.

4 DATED this 31 day of January, 2012.

5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Jackson White, P.C.
By: Kelly G. Black, No. 016376

COPY of the foregoing mailed this 31st
day of January, 2012 to:

Office of the U.S. Trustee
230 N. First Avenue, Ste. 204
Phoenix, AZ 85003-1706

By: Jeri Thompson

25782-002\430244.docx